



# Azusa Unified School District

546 South Citrus Avenue . P. O. Box 500 . Azusa, CA 91702-0500

Phone (626) 967-6211; FAX (626) 858-6123

August 18, 2011

## Board of Education

Xilonin Cruz-Gonzalez	President
Burke Hamilton	Vice President
Ilean M. Ochoa	Clerk
Rosemary Garcia	Member
Barbara R. Dickerson	Member
Cynthia Cervantes McGuire	Superintendent

## ADOPTED

BOARD OF SUPERVISORS  
COUNTY OF LOS ANGELES

45 September 6, 2011

*Sachi A. Hamai*  
SACHI A. HAMAI  
EXECUTIVE OFFICER

The Honorable Board of Supervisors  
County of Los Angeles  
c/o Katharine Medina, Head, Agenda Preparation  
383 Hall of Administration  
500 W. Temple Street  
Los Angeles, CA 90012

SUBJECT: AZUSA UNIFIED SCHOOL DISTRICT REQUEST FOR BOARD TO LEVY  
TAXES AND TO DIRECT THE AUDITOR-CONTROLLER TO PLACE  
TAXES ON TAX ROLL

Dear Supervisors:

On March 5, 2002, the electorate of the Azusa Unified School District (the "District") authorized the District to issue bonds in the aggregate principal amount of up to \$75,000,000. On July 10, 2002, pursuant to a resolution of the Board of Supervisors (the "Board of Supervisors") of the County of Los Angeles (the "County") adopted on June 11, 2002, at the request of the District, pursuant to Resolution No. 01-02:94 of the Board of Education adopted on May 21, 2002, a series of bonds designated the "Azusa Unified School District General Obligation Bonds, Election of 2002, Series 2002" in an aggregate initial principal amount of \$22,998,762.70 was issued and sold (the "Prior Bonds"). At this time, the District has authorized and intends to issue refunding bonds (the "Refunding Bonds") to refund all or a portion of the District's outstanding Prior Bonds. This action was approved by resolution adopted by the Board of Education of the District on October 5, 2010, pursuant to Articles 9 and 11 of Chapter 3 of Part I of Division 2 of Title 5 of the California Government Code and other applicable provisions of law, a copy of which is enclosed. Said resolution remains in effect with respect to the Refunding Bonds.

The District and Piper Jaffray & Co. entered into a purchase agreement with respect to the Refunding Bonds on August 18, 2011. The Refunding Bonds are expected to be issued on September 1, 2011. The District formally requests, in accordance with Education Code Section 15250 and other applicable provisions of law, that the Board of Supervisors adopt the enclosed resolution on September 6, 2011 to levy the appropriate taxes for the payment of the Refunding Bonds and such portion of the Prior Bonds as shall remain outstanding following the issuance of the Refunding Bonds and to direct the Auditor-Controller of the County to place these taxes on the tax roll every year according to the debt service schedule and instructions provided herewith.

IT IS THEREFORE RECOMMENDED THAT YOUR BOARD:

1. Adopt the enclosed resolution (the "Resolution") on September 6, 2011. (Two originals are enclosed which have been approved as to form by County Counsel.)
2. After the Board of Supervisors has taken action on this letter, the District requests that the Clerk of the Board of Supervisors furnish two (2) certified copies of the Resolution to:

Greg Harrington, Esq.  
Orrick, Herrington & Sutcliffe LLP  
777 South Figueroa Street, Suite 3200  
Los Angeles, CA 90017-5855

and send one (1) copy of the Resolution to each of the following:

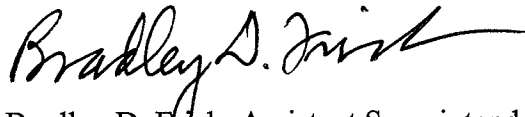
Los Angeles County Treasurer and Tax Collector  
ATTN: Doug Baron  
500 W. Temple Street, Room 432  
Los Angeles, CA 90012

Los Angeles County Auditor Controller  
ATTN: Sanford Johnson  
500 W. Temple Street, Room 603  
Los Angeles, CA 90012

Los Angeles County Counsel  
ATTN: Cammy DuPont  
500 W. Temple Street, Room 648  
Los Angeles, CA 90012

Very truly yours,

AZUSA UNIFIED SCHOOL DISTRICT



Bradley D. Frick, Assistant Superintendent,  
Business Services

cc: Greg Harrington, Esq.

**RESOLUTION OF THE LOS ANGELES COUNTY BOARD OF SUPERVISORS  
AUTHORIZING THE LEVY OF TAXES AND DIRECTING THE COUNTY  
AUDITOR-CONTROLLER TO PLACE TAXES ON THE TAX ROLL**

**WHEREAS**, the issuance of up to \$75,000,000 principal amount of general obligation bonds of the Azusa Unified School District, County of Los Angeles, State of California (the "District"), was authorized at an election held within the District on March 5, 2002, the proceeds of which are to be used for the authorized school purposes approved by the voters of the District at said election;

**WHEREAS**, on July 10, 2002, pursuant to a resolution of the Board of Supervisors (the "Board of Supervisors") of the County of Los Angeles (the "County") adopted on June 11, 2002, at the request of the District, pursuant to Resolution No. 01-02:94 of the Board of Education adopted on May 21, 2002, a series of bonds designated the "Azusa Unified School District General Obligation Bonds, Election of 2002, Series 2002" in an aggregate initial principal amount of \$22,998,762.70 (the "Prior Bonds") was issued and sold;

**WHEREAS**, the Board of Education of the District has authorized, by resolution adopted on October 5, 2010, the issue of not to exceed \$25,000,000 aggregate principal amount of refunding bonds to be designated the "Azusa Unified School District General Obligation Refunding Bonds, Series 2011" (the "Refunding Bonds") for the purpose of refunding all or a portion of the Prior Bonds;

**WHEREAS**, Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code provides a procedure for the issuance of the Refunding Bonds by the Board of Education of the District;

**WHEREAS**, the Treasurer and Tax Collector of the County has been appointed the District's agent for purposes of accessing the District's debt service funds relating to the Refunding Bonds in order to transfer amounts deposited therein to the paying agent for purposes of meeting the debt service requirements of the Refunding Bonds; and

**WHEREAS**, the Board of Supervisors has been formally requested by the Board of Education of the District to levy taxes in an amount sufficient to pay the principal and interest on the Refunding Bonds and to continue to levy taxes in an amount sufficient to pay the principal and interest on such portion of the Prior Bonds as shall remain outstanding following the issuance of the Refunding Bonds; and to direct the Auditor-Controller of the County to place on its 2011-2012 tax roll, and all subsequent tax rolls until said Refunding Bonds and Prior Bonds remaining outstanding are paid in accordance with their terms, taxes sufficient to fulfill the requirements of the debt service schedules that will be provided to the Auditor-Controller of the County after sale of the Refunding Bonds;

NOW, THEREFORE, THE LOS ANGELES COUNTY BOARD OF SUPERVISORS DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

**Section 1. Levy of Taxes.** That the Board of Supervisors levy taxes in each year in an amount sufficient to pay the principal of and interest coming due on the Refunding Bonds and the Prior Bonds remaining outstanding after issuance of the Refunding Bonds.

**Section 2. Preparation of Tax Roll.** That the Auditor-Controller of the County is hereby directed to place on its 2011-2012 tax roll, and all subsequent tax rolls until said Refunding Bonds and Prior Bonds remaining outstanding are paid in accordance with their terms, taxes in an amount sufficient to pay the principal of and interest on such Refunding Bonds and Prior Bonds, according to a debt service schedule to be provided by the District after sale of the Refunding Bonds.

**Section 3. Appointment of Treasurer.** That the Board of Supervisors does hereby authorize and appoint the Treasurer and Tax Collector of the County to access the funds from the District's debt service funds relating to the Refunding Bonds in order to transfer amounts deposited therein to the paying agent appointed therefor for purposes of paying the debt service requirements of the Refunding Bonds.

**Section 4. Effective Date.** This Resolution shall take effect immediately upon its passage.

The foregoing resolution was on the 6th day of September, 2011, adopted by the Board of Supervisors of the County of Los Angeles and ex officio the governing body of all other special assessment and taxing districts, agencies and authorities for which said Board so acts.

SACHI A. HAMAI, Executive Officer-Clerk of the Board of Supervisors of the County of Los Angeles.

By: Lachelle Smithman  
Deputy

APPROVED AS TO FORM:

ANDREA SHERIDAN ORDIN,  
County Counsel

By: Amey C. DePant  
Principal Deputy County Counsel



## **RESOLUTION #10-11:26**

### **A RESOLUTION OF THE BOARD OF EDUCATION OF THE AZUSA UNIFIED SCHOOL DISTRICT AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$25,000,000 AGGREGATE PRINCIPAL AMOUNT OF AZUSA UNIFIED SCHOOL DISTRICT GENERAL OBLIGATION REFUNDING BONDS, ELECTION OF 2002, SERIES 2010, AUTHORIZING THE EXECUTION AND DELIVERY OF A PAYING AGENT AGREEMENT, AN ESCROW AGREEMENT, A BOND PURCHASE AGREEMENT AND A CONTINUING DISCLOSURE AGREEMENT AND THE PREPARATION OF AN OFFICIAL STATEMENT AND OTHER MATTERS RELATED THERETO**

**WHEREAS**, the County of Los Angeles (the “County”) has heretofore issued, on behalf of the Azusa Unified School District (the “District”), the Azusa Unified School District General Obligation Bonds, Election of 2002, Series 2002 (the “Series 2002 Bonds”) in the original initial principal amount of \$29,998,762.70;

**WHEREAS**, pursuant to Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code and other applicable law (the “Act”), the District is authorized to issue refunding bonds to refund all or a portion of the Series 2002 Bonds;

**WHEREAS**, it is desirable that all or a portion of the Series 2002 Bonds maturing July 1 of each of the years 2011 through 2024 be refunded (such Series 2002 Bonds being referred to herein as the “Prior Bonds”);

**WHEREAS**, in order to refund the Prior Bonds, it is desirable that the District issue its Azusa Unified School District General Obligation Refunding Bonds, Election of 2002, Series 2010 (the “Series 2010 Bonds”);

**WHEREAS**, in order to provide for the authentication and delivery of the Series 2010 Bonds, to establish and declare the terms and conditions upon which the Series 2010 Bonds are to be issued and to provide for the payment of the principal thereof and interest and premium, if any, thereon, the District proposes to enter into a Paying Agent Agreement with U.S. Bank National Association, as paying agent (the “Paying Agent”) (such Paying Agent Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Paying Agent Agreement”);

**WHEREAS**, the District desires to secure the timely payment of the principal of and interest on the Series 2010 Bonds by obtaining a bond insurance policy with respect thereto, if such policy is determined to be economically advantageous to the financing;

**WHEREAS**, the moneys to redeem the Prior Bonds will be applied to such purpose pursuant to an Escrow Agreement by and between the District and U.S. Bank National Association, as paying agent and as escrow bank (such Escrow Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Escrow Agreement”);

**WHEREAS**, Piper Jaffray & Co. has presented the District with a proposal, in the form of a Bond Purchase Agreement, to purchase the Series 2010 Bonds from the District (such Bond Purchase Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Bond Purchase Agreement”);

**WHEREAS**, Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (“Rule 15c2-12”) requires that, in order to be able to purchase or sell the Series 2010 Bonds, the underwriter thereof must have reasonably determined that the District has, or one or more appropriate obligated persons have, undertaken in a written agreement or contract for the benefit of the holders of the Series 2010 Bonds to provide disclosure of certain financial information and certain material events on an ongoing basis;

**WHEREAS**, in order to cause such requirement to be satisfied, the District desires to enter into a Continuing Disclosure Agreement with the Paying Agent (such Continuing Disclosure Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Continuing Disclosure Agreement”);

**WHEREAS**, a form of the Preliminary Official Statement to be distributed in connection with the public offering of the Series 2010 Bonds has been prepared (such Preliminary Official Statement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Preliminary Official Statement”);

**WHEREAS**, the Superintendent of Schools of the County has jurisdiction over the District;

**WHEREAS**, the Board of Education of the District (the “Board of Education”) desires that the County levy and collect a tax on all taxable property within the District sufficient to provide for payment of the Series 2010 Bonds, and intends by the adoption of this Resolution to notify the Board of Supervisors of the County, the Auditor-Controller of the County, the Treasurer and Tax Collector of the County and other officials of the County that they should take such actions as shall be necessary to provide for the levy and collection of such a tax and payment of the Series 2010 Bonds;

**WHEREAS**, there have been prepared and submitted to this meeting forms of:

(a) the Paying Agent Agreement;

(b) the Escrow Agreement;

- (c) the Bond Purchase Agreement;
- (d) the Continuing Disclosure Agreement; and
- (e) the Preliminary Official Statement;

**WHEREAS**, the District desires to proceed to issue and sell the Series 2010 Bonds and to authorize the execution of such documents and the performance of such acts as may be necessary or desirable to effect the offering, sale and issuance of the Series 2010 Bonds;

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Education of the Azusa Unified School District as follows:

**Section 1.** The above recitals are true and correct, and the Board of Education so finds and determines.

**Section 2.** The Board of Education hereby determines that prudent management of the fiscal affairs of the District requires that the District issue the Series 2010 Bonds under the provisions of the Act to refund the Prior Bonds.

**Section 3.** Subject to the provisions of Section 4 hereof, the issuance of the Series 2010 Bonds, in the aggregate principal amount of not to exceed \$25,000,000 on the terms and conditions set forth in, and subject to the limitations specified in, the Paying Agent Agreement, is hereby authorized and approved. The Series 2010 Bonds shall be dated, shall accrue interest at the rates, shall mature on the dates, shall be issued in the form, and shall be as otherwise provided in the Paying Agent Agreement, as the same shall be completed as provided in this Resolution.

**Section 4.** The Paying Agent Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth herein, be and the same is hereby approved. The President of the Board of Education, and such other member of the Board of Education as the President may designate, the Superintendent of the District and the Assistant Superintendent, Business Services of the District, and such other officer or employee of the District as the Superintendent may designate (the "Authorized Officers"), are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver the Paying Agent Agreement in the form submitted to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Paying Agent Agreement by such Authorized Officer; provided, however, that such changes, insertions and omissions (a) shall not authorize an aggregate principal amount of Series 2010 Bonds in excess of \$25,000,000, (b) shall not result in a final maturity date of the Series 2010 Bonds later than July 1, 2024, (c) shall not result in a true interest cost for the Series 2010 Bonds in excess of 4.10%, and (d) shall not result in the total net interest cost to maturity on the Series 2010 Bonds, plus the principal amount of the Series 2010 Bonds, being in excess of total net interest cost to maturity on the Prior Bonds, plus the principal amount of the Prior Bonds.



**Section 5.** The refunding of the Prior Bonds is hereby approved. Such refunding shall be accomplished by (a) paying the principal of and interest on the Prior Bonds due and payable through and including July 1, 2012, and (b) redeeming the Prior Bonds on July 1, 2012, by paying the redemption price therefor. In accordance with Section 53553 of the Act, the Board of Education hereby designates the following costs and expenses as the “designated costs of issuing the refunding bonds:”

(i) all expenses incident to the calling, retiring, or paying of the Prior Bonds and incident to the issuance of the Series 2010 Bonds, including the charges of any escrow agent or trustee in connection with the issuance of the Series 2010 Bonds or in connection with the redemption or retirement of the Prior Bonds;

(ii) the interest upon the Prior Bonds from the date of sale of the Series 2010 Bonds to the date upon which the Prior Bonds will be paid pursuant to call; and

(iii) any premium necessary in the calling or retiring of the Prior Bonds.

**Section 6.** The Escrow Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver the Escrow Agreement in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Escrow Agreement by such Authorized Officer.

**Section 7.** Because of the need for flexibility in timing the sale of the Series 2010 Bonds in order to achieve maximum interest cost savings, the Board of Education hereby determines to sell the Series 2010 Bonds on a negotiated sale. The Bond Purchase Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver the Bond Purchase Agreement in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Bond Purchase Agreement by such Authorized Officer; provided, however, that such changes, insertions and omissions shall not result in an aggregate underwriter’s discount (not including any original issue discount) from the principal amount of the Series 2010 Bonds in excess of 1.0% of the aggregate principal amount of the Series 2010 Bonds.

**Section 8.** The Continuing Disclosure Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver the Continuing Disclosure Agreement in substantially said form, with such changes therein as the Authorized Officer executing the same may require or approve, such approval to



be conclusively evidenced by the execution of the Continuing Disclosure Agreement by such Authorized Officer.

**Section 9.** The Preliminary Official Statement, in substantially the form presented to this meeting and made a part hereof as though set forth in full herein, with such changes therein as may be approved by an Authorized Officer, be and the same is hereby approved, and the use of the Preliminary Official Statement in connection with the offering and sale of the Series 2010 Bonds is hereby authorized and approved. The Authorized Officers are each hereby authorized, and any one of the Authorized Officers is hereby directed, to certify on behalf of the District that the information contained in the Preliminary Official Statement is deemed final as of its date, within the meaning of Rule 15c2-12 (except for the omission of certain final pricing, rating and related information as permitted by Rule 15c2-12).

**Section 10.** The preparation and delivery of a final Official Statement (the "Official Statement"), and its use in connection with the offering and sale of the Series 2010 Bonds, be and the same is hereby authorized and approved. The Official Statement shall be in substantially the form of the Preliminary Official Statement, with such changes, insertions and omissions as may be approved by an Authorized Officer, such approval to be conclusively evidenced by the execution and delivery thereof. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, to execute the final Official Statement, and any amendment or supplement thereto, for and in the name of the District.

**Section 11.** The Authorized Officers are each hereby authorized and directed to apply for municipal bond insurance for the Series 2010 Bonds and to obtain such insurance if doing so puts the Series 2010 Bonds and the marketing thereof on a economically advantageous basis, and is deemed to be in the best interests of the District.

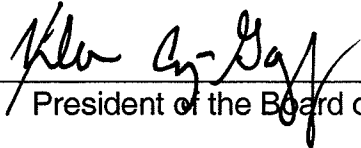
**Section 12.** The Board of Supervisors of the County, the Auditor-Controller of the County, the Treasurer and Tax Collector of the County and other officials of the County are hereby requested to take and authorize such actions as may be necessary pursuant to law to provide for the levy and collection of a property tax on all taxable property of the District sufficient to provide for payment of all principal of and interest on the Series 2010 Bonds as the same shall become due and payable, and to apply moneys in the District's interest and sinking fund as necessary to the payment of the Series 2010 Bonds, pursuant to the Paying Agent Agreement. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, to transmit this Resolution and the debt service schedule for the Series 2010 Bonds to the Auditor-Controller of the County and the Treasurer and Tax Collector of the County in sufficient time to permit the County to establish tax rates and necessary funds or accounts for the Series 2010 Bonds.


**Section 13.** The officers and employees of the District are, and each of them hereby is, authorized and directed to execute and deliver, for and on behalf of the District, any and all documents and instruments and to do and cause to be done any and all acts and things necessary or advisable in order to consummate the transactions contemplated by this Resolution and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution.

**Section 14.** All actions heretofore taken by the officers and employees of the District with respect to the issuance and sale of the Series 2010 Bonds, or in connection with or related to any of the agreements or documents referred to herein, are hereby approved, confirmed and ratified.

**Section 15.** This Resolution shall take effect immediately upon its adoption.

**APPROVED AND ADOPTED** by the Board of Education of the Azusa Unified School District on October 5, 2010.

  
\_\_\_\_\_  
President of the Board of Education

ATTEST:   
\_\_\_\_\_  
Clerk of the Board of Education

## CLERK'S CERTIFICATE

I, Burke Hamilton, Clerk of the Board of Education of the Azusa Unified School District, hereby certify that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Education of said District duly and regularly held at the regular meeting place thereof on October 5, 2010, of which meeting all of the members of said Board of Education had due notice and at which a majority thereof were present; and that at said meeting said resolution was adopted by the following vote:

AYES: 5

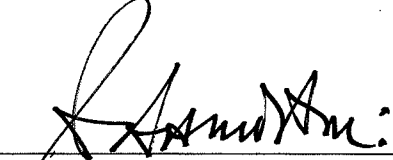
NOES: 0

ABSENT OR NOT VOTING: 0

An agenda of said meeting was posted at least 72 hours before said meeting at 546 South Citrus Avenue, Azusa, California, a location freely accessible to members of the public, and a brief general description of said resolution appeared on said agenda.

I further certify that I have carefully compared the same with the original minutes of said meeting on file and of record in my office; the foregoing resolution is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes; and that said resolution has not been amended, modified or rescinded since the date of its adoption, and the same is now in full force and effect.

Dated: October 5, 2010

  
\_\_\_\_\_  
Clerk of the Board of Education of the  
Azusa Unified School District